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Bank of America Corporation  
12

13 UNITED STATES DISTRICT COURT  
14 NORTHERN DISTRICT OF CALIFORNIA  
15 San Francisco Division  
16

17 ELENA M. DAVID,  
18  
19 Plaintiff,  
20 v.  
21 J. STEELE ALPHIN, *ET AL.*,  
22 Defendants.  
23

Case No. 06-cv-04763 WHA

**Declaration of Allison L. Gilliam in  
Support of Motion for Transfer of Venue  
by Defendant Bank of America  
Corporation**

Hearing Date: January 4, 2007  
Time: 8:00 a.m.  
Place: Courtroom 9, 19<sup>th</sup> Floor  
Judge: Honorable William Alsup

1  
2 I, Allison L. Gilliam, hereby state and declare as follows:  
3

4 1. This Declaration is submitted in support of the Motion to Transfer  
5 Venue Pursuant to 28 U.S.C. § 1404(a) filed by defendant Bank of America Corporation  
6 (“Bank of America”).

7 2. I have been Assistant Secretary of Bank of America Corporation  
8 since 1993. I work and reside in Charlotte, North Carolina. My office and files are also  
9 located in Charlotte, North Carolina.

10 3. The facts set forth in this Declaration are based on my personal  
11 knowledge, and information and records of the regularly conducted business activities of  
12 Bank of America.

13 4. If called to testify as a witness, I can testify to the matters and facts  
14 set forth in this Declaration.

15 5. Since January 2005, the Bank of America Corporation Board of  
16 Directors Compensation Committee (“Compensation Committee”) has appointed  
17 members of the Corporate Benefits Committee (“CBC”). The Compensation Committee,  
18 which currently has four members, customarily holds quarterly meetings in Charlotte.

19 6. I have reviewed the addresses of record for the Board of Directors,  
20 including Compensation Committee members, from 2000 to the present.

21 7. The addresses of record for three of the current Compensation  
22 Committee members are in North Carolina; the fourth is in Rhode Island. No person who  
23 served on the Compensation Committee from January 1, 2005 to the present has a record  
24 address in the Northern District of California.

25 8. Prior to January 1, 2005, the full Board of Directors appointed the  
26 CBC. None of the current Directors have record addresses in the Northern District of  
27 California. From 2000 to the present, the majority of the Board members have record  
28 addresses on the East Coast, with the Carolinas as the most common location.

1 I declare under penalty of perjury, and pursuant to 28 U.S.C. § 1746, that  
2 the foregoing is true and correct to the best of my knowledge, information, and belief.  
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5 Executed this 29th day of November, 2006, at Charlotte, North Carolina.  
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7 Allison L. Gilliam

8 Allison L. Gilliam  
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